

CONFLICT OF INTEREST POLICY

Location: _____

Effective Date: _____

1. Purpose

The purpose of this Conflict of Interest Policy (the "Policy") is to protect the interests of the Company and its stakeholders by establishing standards for identifying, disclosing, and managing conflicts of interest. This Policy applies to all directors, officers, employees, contractors, and agents (collectively, "Covered Individuals") of the Company.

2. Definition of Conflict of Interest

A conflict of interest occurs when a Covered Individual's personal, financial, or other interests interfere, or appear to interfere, with the interests of the Company. Conflicts of interest may arise when a Covered Individual or a family member receives improper benefits as a result of the Covered Individual's position with the Company, or when personal interests influence or have the potential to influence the individual's judgment or actions in their role within the Company.

3. Examples of Conflicts of Interest

Examples of conflicts of interest include, but are not limited to:

- Having a financial interest in a competitor, supplier, or customer.
- Accepting gifts, favors, or hospitality that could influence business decisions.
- Using Company property or information for personal gain.
- Engaging in outside employment or activities that interfere with job performance or Company interests.
- Nepotism or favoritism in hiring, promotion, or contracting decisions.

4. Duty to Disclose

Covered Individuals must promptly disclose any actual or potential conflicts of interest to their immediate supervisor, the Human Resources Department, or the Company's Compliance Officer. Disclosures shall be made in writing and include all relevant details concerning the conflict.

5. Review and Resolution

Disclosed conflicts will be reviewed promptly and fairly by the appropriate authority, which may include management, the Compliance Officer, or the Board of Directors. The Company will determine whether the conflict is material and develop a plan to manage, reduce, or eliminate the conflict. Such plans may include recusal from decision-making, divestiture of conflicting interests, or other actions deemed appropriate.

6. Prohibited Conduct

Covered Individuals shall not:

- Participate in decisions or actions where they have a direct or indirect personal interest.
- Conceal conflicts of interest or make false or misleading disclosures.
- Use the Company's assets, information, or position for personal benefit.

7. Gifts and Entertainment

Covered Individuals may not solicit or accept gifts, entertainment, or other favors from any person or entity that does or seeks to do business with the Company, except for those of nominal value and customary business courtesies that do not influence business decisions or create an appearance of impropriety.

8. Confidentiality

Information regarding conflicts of interest and related investigations shall be treated as confidential and disclosed only to persons with a legitimate need to know.

9. Compliance and Enforcement

Failure to comply with this Policy may result in disciplinary action, up to and including termination of employment or association with the Company, as well as legal consequences where applicable.

10. Annual Acknowledgment

All Covered Individuals are required to read, understand, and acknowledge this Policy annually, certifying their compliance and disclosure of any conflicts.

11. Amendments and Updates

The Company reserves the right to amend or update this Policy at any time. Covered Individuals will be notified of any material changes.

EMPLOYEE'S SIGNATURE

MANAGER'S SIGNATURE

Signature: _____

Signature: _____

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